

1 Prior to the two years of Brannon &
2 Tully, I worked for Montare for a little over a
3 year. And then all of my previous work experience
4 was at Texas Instruments in Dallas, back to 1988.

5 Q. And is all that work experience in
6 computer programming and management?

7 A. That's correct.

8 Q. Mr. Runnels, why don't we go with the
9 same questions with you. Can you give us your
10 educational background after high school?

11 BY MR. RUNNELS:

12 A. Yes. I graduated from Texas A&M
13 University in 1996 with a degree in what they
14 called business analysis and research but what
15 most universities would probably call MIS.

16 Q. Okay. And any education after that?

17 A. No.

18 Q. Did you come to work directly for
19 Albion?

20 A. No.

21 Q. Who did you go to work for first?

22 A. I worked for PageNet, corporate
23 headquarters in Plano, Texas.

24 Q. How long did you work for PageNet?

25 A. I worked at PageNet starting in January

1 of 1997 until February of this year.

2 Q. So I take it you came to Albion in
3 February of 1998?

4 A. That is correct.

5 Q. And sounds like the OPII project was
6 one of your first projects at Albion?

7 A. It was the first project, yes.

8 Q. Do either -- I'll take one at a time.
9 Mr. Berman, do you have any experience in the
10 telephone business, work experience?

11 BY MR. BERMAN:

12 A. No, sir.

13 Q. Have you done any computer work in the
14 telephone industry before this project?

15 A. No, sir.

16 Q. And then the same to you, Mr. Runnels.
17 Do you have any work experience in the telephone
18 industry?

19 BY MR. RUNNELS:

20 A. No.

21 Q. And had you done any computer work in
22 the telephone industry before this project?

23 A. No.

24 Q. Mr. Berman, what kind of work does
25 Albion do? Can you give me kind of a scope of

1 what line of business it's in?

2 BY MR. BERMAN:

3 A. Sure. Albion specializes in software
4 consulting and systems integration, mainly in
5 three vertical markets of telecom, insurance, and
6 health and human services. Corporate headquarters
7 is here in Atlanta. We've got offices in Dallas,
8 Washington, D.C., and Boston.

9 Q. How many employees does it have?

10 A. I wouldn't know that.

11 Q. More than a hundred?

12 A. No.

13 Q. Prior to this engagement, the one that
14 brings you here today, had Albion done any work
15 for BellSouth?

16 A. No.

17 Q. Has Albion done any other work for
18 BellSouth since you began the OPII project?

19 A. Yes.

20 Q. Can you tell us in general terms what
21 that work has involved?

22 A. We currently have an ongoing project
23 with BellSouth Communication Systems out of
24 Roanoke Virginia. And for project particulars,
25 Mr. Runnels is on that project.

1 Q. Mr. Runnels, I'm not looking for a
2 great deal of detail. Can you give me a one-line
3 summary of the kind of work you're doing on that
4 project?

5 BY MR. RUNNELS:

6 A. The kind of work that we're doing is
7 converting a Legacy system into an object-oriented
8 system using Forte -- which is the software
9 environment that we use to develop our
10 applications -- specifically to replace their
11 billing, costs, pricing and order entry systems.

12 Q. I'd like to ask you a few questions
13 about your engagement for this project, the OPII
14 project. And, Mr. Berman, why don't I try to
15 direct these questions to you.

16 When was Albion first contacted by
17 BellSouth about the OPII project?

18 BY MR. BERMAN:

19 A. I was not a part of the original sales
20 call, so I don't know the answer to that.

21 Q. When did you become involved in the
22 project?

23 A. I became involved in the project -- I
24 became aware of the project by mid February.

25 Q. OPII stands for Ordering/Pre-ordering

1 Integration Interface; is that right?

2 A. That's correct.

3 Q. And OPII is the name of the software
4 that Albion developed for this project?

5 A. That's correct.

6 Q. Describe any meetings that you can
7 between Albion and BellSouth when this engagement
8 was discussed, the formulation of this
9 engagement.

10 A. I was not a part of any of those
11 meetings.

12 Q. Who was for Albion?

13 A. Our salespeople.

14 Q. Who at Albion directed you to
15 participate in the project?

16 A. Rob Marchant, M-a-r-c-h-a-n-t.

17 Q. Is he a salesperson?

18 A. He performs technical sales for our
19 company.

20 Q. Albion's assignment was to prove the
21 integration viability of the BellSouth pre-order
22 CGI interface and the BellSouth ordering EDI
23 interface; is that right?

24 A. That's correct.

25 Q. Did Albion help determine the

1 assignment, or was it simply given to you by
2 BellSouth?

3 A. Can you rephrase what you mean by
4 determine?

5 Q. Sure. What I'm trying to get at is was
6 this an assignment that BellSouth simply gave you,
7 or did you work together to determine what the
8 assignment would be?

9 A. This is the results of -- BellSouth
10 came to Albion to perform this assignment. We had
11 previously been working with BellSouth on other
12 proposals.

13 Q. What other proposals had you worked
14 with BellSouth on?

15 A. BellSouth's new telecommunications
16 access gateway.

17 Q. Can you explain what you mean by that?

18 A. In its previous life, its name is the
19 Wholesale API Gateway.

20 Q. Was that proposal in any way related to
21 the OPII project?

22 A. No.

23 Q. Well, let me take one step back,
24 because I had asked you about other work that you
25 had done for BellSouth. I gather -- well, tell me

1 was there other work that you did for BellSouth,
2 or were these projects that you discussed but did
3 not undertake?

4 A. The tag project, we did not undertake.
5 Solely a proposal.

6 Q. Any other project that you undertook?

7 A. No.

8 Q. Was there any other project that you
9 discussed but did not undertake?

10 A. No.

11 Q. Coming back to OPII and the development
12 of the assignment, did you and BellSouth work
13 together to determine what the assignment would
14 be, or did BellSouth just give it to you?

15 A. BellSouth told us what they would like
16 to do, what they would want us to do.

17 Q. Did BellSouth direct Albion to carry
18 out the assignment by developing a prototype
19 interface that could process an order for service
20 to a new residence?

21 A. That's correct, but I would say that
22 it's not really a prototype. It's actually a --
23 the application itself is built upon the premise
24 with various patterns that are proven in
25 production already, the components and class

1 libraries that we have in production of other
2 accounts.

3 The application itself, the OP
4 application itself, is an N-tier or three-tier
5 client server application. It is a full client
6 server application architecture.

7 Q. BellSouth directed you to develop
8 software that would perform an integration at some
9 level; is that correct?

10 A. That's correct.

11 Q. Albion produced software with functions
12 for order processing, obtaining administrative
13 information and viewing CSRs; is that right?

14 A. That's correct.

15 BY MR. RUNNELS:

16 A. May I interject?

17 Q. Sure.

18 A. Actually, it wasn't obtaining
19 administrative information. That was information
20 that -- we were acting as a CLEC --

21 (A discussion was had off the record.)

22 A. -- in that we were developing an
23 interface as a CLEC would develop it. There is
24 certain information that can be retrieved from
25 BellSouth via the CGI interface that is not

1 necessarily needed to be retrieved that way, would
2 more readily be or more likely be stored in the
3 CLECs database.

4 So actually we were -- the piece that
5 you're referring to was maintaining that
6 information. In other words, we were actually
7 entering that information ourselves into a
8 database and offering, within the OPII
9 application, the means to maintain that
10 information.

11 Q. Was Albion instructed to develop those
12 functions when the assignment was first given, or
13 did the scope of the software evolve over time?
14 I'm directing that to Mr. Berman.

15 BY MR. BERMAN:

16 A. Can you clarify that? The
17 administrative piece?

18 Q. No. I'm referring to all three
19 functions now. We've talked about what the
20 general scope was, the order, and the
21 administrative viewing CSRs. What I'm asking you
22 is, was that scope given to you when the
23 assignment was first given, or did it evolve over
24 time?

25 A. It evolved over time. When the

1 assignment was first given, it was for order
2 processing of new service residential. For
3 pre-order, that was address validation, reserving
4 telephone numbers, services and features, and
5 service availability, installation functionality,
6 as well as the integration with the PC-EDI for the
7 firm order.

8 Further into the project, we were asked
9 to do -- parse the CSR record. Effectively as we
10 finished up the application, when we had some
11 time, we were asked to perform that.

12 Q. Same for the administrative
13 maintenance?

14 A. The administrative piece, it became
15 apparent during -- no. Originally for parts of
16 the administrative piece, it was apparent that we
17 were going to integrate our information systems
18 with this application. Working our way through
19 the application, we found other places that we
20 could show that integration as well.

21 Q. Do you recall roughly when in the life
22 of this project you were asked to try to parse CSR
23 information?

24 A. Very late. The actual integration or
25 development effort ended April 30th, 1998. We

1 were asked to parse the CSR a week before that.

2 Q. What specific instructions were you
3 given with respect to parsing CSR data?

4 A. I cannot answer that. I'd have to
5 defer that.

6 Q. Okay. Mr. Runnels, do you know the
7 answer to that question?

8 BY MR. RUNNELS:

9 A. The answer to that question is that we
10 were -- I was asked to show that I could parse the
11 CSR. And I asked to what level should I do that.
12 And my primary business contract for this was Alex
13 Dizon, D-i-z-o-n, for BellSouth.

14 And he said, "We understand that" -- at
15 this point, when I started working on it, I only
16 had a few days. And he said to do it to the level
17 that you can, realizing that you only have a few
18 days, that we just want to show that it can be
19 done. So I did what I could do in a few days.

20 Q. Was there anybody else besides
21 Mr. Dizon who talked to you about the CSR part of
22 the project at BellSouth?

23 A. As far as requirements for it?

24 Q. Yes.

25 A. No.

1 Q. We'll get into the details of what you
2 did a little later.

3 A. Okay. No. There was no one else.

4 Q. Mr. Berman, do you have your report in
5 front of you?

6 BY MR. BERMAN:

7 A. Yes, sir.

8 Q. I'll be referring to it from time to
9 time. For the record, this is Exhibit WNS-1 in
10 KPSC Case Number 96-608. It's the report prepared
11 by Albion.

12 Let me ask you to turn to page 4,
13 Mr. Berman.

14 MR. ALEXANDER: Can you just, if you
15 don't mind, tell us what's at the top of the
16 page. My page numbers are cut off on the bottom.
17 Just so I know I'm on the right page.

18 MR. O'ROARK: Actually, I do have an
19 extra, Tom.

20 MR. ALEXANDER: Okay. That's great.

21 (A discussion was had off the record.)

22 (Deposition Exhibit No. Berman 1
23 was marked for identification.)

24 BY MR. O'ROARK:

25 Q. Mr. Berman, for the record, can you

1 just identify that what we've marked as Exhibit 1
2 is in fact the Albion report?

3 A. That's correct.

4 Q. Let me direct you to page 2 instead of
5 4. And I'm looking at the section headed project
6 methodology. And there you'll see that you're
7 referring to the spiral development approach which
8 promotes delivery of software components in
9 increments. It gives management the ability to
10 constantly review the process of the development
11 effort throughout the development cycle and make
12 course corrections.

13 Were there any midcourse corrections in
14 this project, other than what you've already
15 described?

16 A. No. No change in requirements except
17 for the CSR at the end.

18 Q. Was your engagement with BellSouth
19 reduced to writing? Is there a contract that -- a
20 lot of times when a consultant is hired by a
21 company, they'll have a written engagement letter
22 or a contract that specifies the scope of the
23 project and how they're going to be paid and so
24 forth.

25 Was there that kind of an agreement

1 here?

2 A. I don't know.

3 Q. Mr. Runnels, do you know?

4 BY MR. RUNNELS:

5 A. I don't know.

6 Q. Mr. Runnels, what were the time and
7 budget restrictions that BellSouth gave you for
8 this project? I'm sorry, Mr. Berman. I was
9 looking at one and saying the other's name. I
10 apologize.

11 Mr. Berman, what were the time and
12 budget restrictions?

13 BY MR. BERMAN:

14 A. Basically, the budget restrictions was
15 a PO for \$150,000.

16 Q. When you say PO for \$150,000, I assume
17 you're referring to a purchase order?

18 A. Purchase order for \$150,000.

19 Q. What does that mean exactly?

20 A. Basically, this is what -- in Albion's
21 proposal to BellSouth, based on the amount of
22 time -- it was a time and materials estimate based
23 on the amount of time we believed it would take
24 for us to write per the specifications or the
25 requirements by BST. The purchase order was

1 basically for the amount that would cover that.

2 Q. Did that include any licensing?

3 A. I can't answer that.

4 Q. I gather your deadline was April 30th,
5 1998?

6 A. Our deadline was get the work done as
7 soon as we could get the work done. April 30 is
8 when we finished the development of it.

9 Q. You were not given a specific
10 deadline?

11 A. I was not given a specific date.

12 Q. Was there any work you were initially
13 requested to do that you did not do in this
14 project?

15 A. No.

16 Q. Were you ever requested to develop an
17 application for new business service orders?

18 A. Rephrase that again.

19 Q. Sure. Do you know what I mean by new
20 business service order? The application you
21 actually did was for orders for new residential
22 service.

23 A. (Witness nodded head affirmatively.)

24 Q. Now I'm asking you about orders for new
25 business service.

1 A. No.

2 Q. And the question is whether you were
3 ever asked to develop an application for that.

4 A. No.

5 Q. On page 2, there's a section headed
6 requirements. Now, I want to walk through that
7 with you and make sure we all understand what it
8 means. First sentence says from a business
9 requirements' perspective, BST's LENS web
10 application was used as a model for the business
11 requirements used in OPII.

12 Can you elaborate on what that means?

13 A. One of the ways that we were able to
14 see the functionality for the new service for
15 residential was through the LENS application,
16 attribution, data required.

17 Q. So you used LENS to figure out what
18 specifications you were going to need?

19 A. We used LENS to give us an idea of what
20 we were going to need.

21 Q. The next sentence says functionally,
22 requirements were communicated to Albion using
23 various methods including CGI (HTML) and ANSI
24 standard Purchase Order 850 EDI transaction
25 specifications from BST.

1 What other methods were used?

2 A. We had the CGI specifications, we had
3 the LENS specifications, we had the LEO guide,
4 which included the specifications for the 850 EDI
5 transaction set.

6 Q. So perhaps I was thrown off by the word
7 methods. Does methods there really mean
8 documents?

9 A. Various documents.

10 Q. Any other -- let me put it this way,
11 are there any other documents that you used, not
12 listed in your report?

13 A. No.

14 Q. Finally, the last sentence says,
15 additionally, Albion integrated other non-BST
16 requirements into the software to show internal
17 versus external integration between in-house and
18 BST services.

19 And my question is, what non-BST
20 requirements were integrated?

21 A. In our administrative portion of the
22 application, we show integration or show from our
23 database perspective contracted carriers, carriers
24 that we as a CLEC would prefer to use. We have
25 promotional material that we are able to

1 maintain. We have our accounting information or
2 billing information, as well as we have our
3 contacts within our -- from our perspective that
4 we integrate into the application.

5 Q. I gather you were not requested to
6 develop an interface for commercial application?

7 A. That's correct.

8 Q. And the OPII, as currently structured,
9 could not immediately be used for commercial
10 application, could it?

11 A. That's incorrect.

12 Q. So it's your testimony that it could
13 immediately be used for commercial application?

14 A. That's correct.

15 Q. You realize that BellSouth has stated
16 publicly that this is a prototype that could not
17 be used for commercial application?

18 A. (Witness nodded head affirmatively.)

19 Q. Can you explain the discrepancy in the
20 two statements?

21 A. Right. I can speak from an Albion
22 perspective. We do not design and develop
23 applications that effectively are hung together,
24 so to speak. In other words, our applications are
25 based on previous history, working with, as I said

1 again, components and libraries that we have in
2 production.

3 So effectively, the patterns by which
4 this application was developed would be
5 effectively along the same lines as if I were
6 developing an application for 200 users, a full
7 production application.

8 Q. You'd agree with me that OPII has not
9 been commercially tested, wouldn't you?

10 A. That's correct, we were not asked to
11 load test.

12 Q. And you were not requested to develop
13 an interface that could process orders for
14 business or residential customers with existing
15 service; correct?

16 A. That's correct.

17 Q. Can you give us any estimate of how
18 much time and expense would be required to develop
19 those applications?

20 A. No, I cannot.

21 Q. And I think you've already said you
22 weren't asked to develop an application for new
23 business orders. Same question, do you have any
24 estimate of how much time and expense would be
25 required to develop that application?

1 A. No, I cannot.

2 Q. Was there any geographic limit to the
3 scope of your project?

4 A. (Witness shook head negatively.)

5 Q. For example, I think when we get into
6 the -- further into your report, it looks like the
7 example you used from was from Georgia.

8 Were you limited to Georgia?

9 A. I don't know the answer to that.

10 Q. Mr. Runnels, do you know?

11 BY MR. RUNNELS:

12 A. We were not limited to Georgia. As I
13 was testing for phone numbers and valid addresses,
14 I tested mostly Georgia. But I also tested, I
15 think, Alabama, Kentucky and Florida.

16 Q. Has Albion completed the OPII project
17 for BellSouth?

18 BY MR. BERMAN:

19 A. That's correct.

20 Q. Have you been asked to provide the code
21 Albion developed to CLECs?

22 A. Can you say that one more time or
23 rephrase that?

24 Q. Yes. Let's talk about it with respect
25 to BellSouth first. Has BellSouth talked to

1 Albion about making the code that you've developed
2 available to CLECs?

3 A. Yes.

4 Q. Can you describe that discussion,
5 please?

6 A. BellSouth currently has the source code
7 to this software. The discussion purely centered
8 around were there any licensing issues that they
9 should be aware of.

10 Q. That they, BellSouth, should be aware
11 of?

12 A. That BellSouth should be aware of.

13 Q. What was the outcome of those
14 discussions?

15 A. One of the points that I make in here
16 with this application is that we, as Albion, use a
17 framework or a set of class libraries and
18 components that are on top of the development
19 environment that we use. And that is a license
20 product.

21 So effectively if they were giving the
22 software away, they'd be giving away a product of
23 ours that we would normally sell.

24 Q. So in other words, before BellSouth
25 would give the code to CLECs, it would need to

1 deal with Albion about any licensing rights?

2 A. We would have to release those rights
3 to them.

4 Q. Is Albion willing to release those
5 rights?

6 A. I can't answer that.

7 Q. Has Albion been requested to release
8 those rights?

9 A. I can't answer that either.

10 Q. Those discussions took place with
11 others within Albion?

12 A. Sales.

13 Q. And you don't know the current status;
14 is that true?

15 A. I do not.

16 Q. I gather you wouldn't know what Albion
17 might charge for the license rights?

18 A. I know what the license rights are
19 list, but the price would be -- it's different
20 based on various scenarios. Normally, we would
21 not charge for it.

22 Q. Did you say that you knew what it was
23 list?

24 A. List is 95,000.

25 Q. And why is it you ordinarily would not

1 charge for it?

2 A. We haven't had the opportunity yet
3 to -- we have not sold it as a stand-alone
4 product. Normally, that product comes in with us
5 when we perform systems integration at a given
6 client site.

7 Q. So you more or less give it away in
8 connection with other products?

9 A. With our services.

10 Q. Mr. Berman, who drafted this report
11 that's Exhibit 1 to your deposition?

12 A. Talking this?

13 Q. Yes.

14 A. It was a combination of myself, Jack
15 Runnels and the other consultant, Muthu Kumar,
16 M-u-t-h-u, K-u-m-a-r.

17 Q. Who was the project architect?

18 A. Rob Marchant, M-a-r-c-h-a-n-t.

19 Q. On page 1 of the report, there's a
20 description of what the project architect did. Is
21 it fair to say that Mr. Marchant provided
22 high-level supervision for the project?

23 A. Mr. Marchant came up with the design of
24 the overall architecture of the application.

25 Q. Can you explain in layman's terms what

1 you mean by the overall design of the project?

2 A. Effectively how the work is broken out
3 from a work flow perspective, how you work your
4 way through the pre-order versus the firm order
5 functionality, basically, a lot of the details of
6 what a user would see visually, as well as the
7 back-end services, services that do all of the CGI
8 integration, services that are working with
9 Oracle, O-r-a-c-l-e.

10 Q. Now you were the software manager, the
11 project manager?

12 A. Yes, sir.

13 Q. And you supervised Mr. Runnels and
14 Mr. Kumar?

15 A. That's correct.

16 Q. Did you write any of the software
17 code?

18 A. Mr. Kumar and Mr. Runnels were both
19 experienced in the technology that we use prior to
20 working on this project, but they had never used
21 the framework that we've previously discussed. So
22 I was the technical mentor basically to bring them
23 up to speed on how to use those libraries and
24 components.

25 The answer is yes, I wrote some SQL for

1 Oracle.

2 Q. I'm sorry?

3 A. I wrote some SQL calls to Oracle.

4 Q. What does it mean to write some SQL
5 calls to Oracle?

6 A. I wrote some code.

7 Q. What code did you write?

8 A. I wrote the SQL calls to Oracle.

9 Q. What does that mean?

10 A. S-Q-L. That's basically accessing the
11 database, asking for information, getting
12 information back out.

13 Q. Those are the calls to the CGI that we
14 read about in your report?

15 A. No. It's the calls to the RGBMS for
16 the internal information that we have that we
17 showed working with the application. It's
18 separate than the CGI calls.

19 Q. I see, because part of your project was
20 to attempt to integrate this interface with the
21 CLEC's internal information?

22 A. That's correct.

23 Q. And for that information, you used
24 information that you at Albion had internally; is
25 that right?